

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re*

**STANADYNE LLC, et al.<sup>1</sup>**

**Debtors.**

Chapter 11

Case No. 23-10207 (TMH)

(Jointly Administered)

**NOTICE OF AGENDA OF MATTERS SCHEDULED  
FOR VIDEO HEARING ON MAY 18, 2023 AT 11:30 A.M. (ET)**

This remote hearing will be conducted entirely over Zoom and requires all participants to register in advance. Please use the link below to register for the hearing. Please register no later than 4:00 p.m. (ET) on May 17, 2023.

Registration link:

<https://debuscourts.zoomgov.com/meeting/register/vJItdOuhqTouGB-FxnPK585vumRaovXTPVQ>

After registering your appearance by Zoom, you will receive a confirmation email containing information about joining the hearing. You must use your full name when registering and logging into Zoom or you will not be granted access to the hearing.

**RESOLVED MATTER**

1. Debtors' Motion for Entry of: (A) an Order (I) Scheduling a Hearing on the Approval of the Sale of All or Substantially All of the Debtors' Assets Free and Clear of All Encumbrances Other Than Assumed Liabilities and Permitted Encumbrances, and the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (II) Approving Certain Bidding Procedures and Assumption and Assignment Procedures, and the Form and Manner of Notice Thereof, (III) Authorizing the Debtors to Enter Into the Stalking Horse Purchase Agreement, and (IV) Granting Related Relief; and (B) an Order (I) Approving Asset Purchase Agreement, (II) Authorizing the Sale of All or Substantially All of the Debtors' Assets Free and Clear of All Encumbrances Other Than Assumed Liabilities and Permitted Encumbrances, (III) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief [D.I. 245, 4/27/23]

<sup>1</sup> The debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: Stanadyne LLC (0378); Pure Power Technologies, Inc. (5202); Stanadyne PPT Holdings, Inc. (2594); and Stanadyne PPT Group Holdings, Inc. (1734). The Debtors' headquarters are located at 405 White Street, Jacksonville, North Carolina 28546.

Response Deadline: May 11, 2023 at 4:00 p.m. (ET)

Responses Received:

- A. Informal Comments:
  - i. Office of the United States Trustee
  - ii. Pension Benefit Guaranty Corporation
  - iii. Official Committee of Unsecured Creditors
- B. Reservation of Rights of the Official Committee of Unsecured Creditors with Respect to the Debtors' Sale of Substantially All of Its Assets [[D.I. 274](#), 5/15/23]

Related Documents:

- C. Notice of Filing of Executed Stalking Horse Purchase Agreement [[D.I. 265](#), 5/9/23]
- D. Declaration of Clifton H. Roesler in Support Motion for Entry of Order (I) Scheduling a Hearing on the Approval of the Sale of All or Substantially All of the Debtors' Assets Free and Clear of All Encumbrances Other Than Assumed Liabilities and Permitted Encumbrances, and the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (II) Approving Certain Bidding Procedures and Assumption and Assignment Procedures, and the Form and Manner of Notice Thereof, (III) Authorizing the Debtors to Enter Into the Stalking Horse APA, and (IV) Granting Related Relief [[D.I. 272](#), 5/15/23]
- E. Certification of Counsel Regarding Motion for Entry of Order (I) Scheduling a Hearing on the Approval of the Sale of All or Substantially All of the Debtors' Assets Free and Clear of All Encumbrances Other Than Assumed Liabilities and Permitted Encumbrances, and the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, (II) Approving Certain Bidding Procedures and Assumption and Assignment Procedures, and the Form and Manner of Notice Thereof, (III) Authorizing the Debtors To Enter Into the Stalking Horse APA, and (IV) Granting Related Relief [[D.I. 273](#), 5/15/23]
- F. Order (I) Approving Bidding Procedures, (II) Scheduling an Auction and Sale Hearing, (III) Approving the Form and Manner of Notice Thereof, (IV) Establishing Notice and Procedures for the Assumption and Assignment and Sale of Contracts and Leases, and (V) Granting Related Relief [[D.I. 276](#), 5/16/23]

Status: The Order has been entered. The hearing is going forward as a status conference.

Dated: May 16, 2023  
Wilmington, Delaware

YOUNG CONAWAY STARGATT  
& TAYLOR, LLP

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